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11 Attorneys for Defendant
12 KIRKLAND & ELLIS LLP

13 UNITED STATES DISTRICT COURT
14 NORTHERN DISTRICT OF CALIFORNIA
15 OAKLAND DIVISION

16 ZOYA KOVALENKO,
17 Plaintiff,
18 v.
19 KIRKLAND & ELLIS LLP, MICHAEL DE
20 VRIES, MICHAEL W. DE VRIES, P.C.,
21 ADAM ALPER, ADAM R. ALPER, P.C.,
22 AKSHAY DEORAS, AKSHAY S. DEORAS,
P.C., LESLIE SCHMIDT, LESLIE M.
SCHMIDT, P.C., AND MARK FAHEY,
23 Defendants.

24 Case No. 4:22-CV-05990-HSG

25 **DECLARATION OF JEFFREY S.
POWELL IN SUPPORT OF
DEFENDANT KIRKLAND & ELLIS
LLP'S ADMINISTRATIVE MOTION
TO REDACT PLAINTIFF'S
COMPLAINT**

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28 DECLARATION OF JEFFREY S. POWELL
ISO ADMINISTRATIVE MOTION TO
REDACT PLAINTIFF'S COMPLAINT [4:22-
CV-05990-HSG]

1 I, Jeffrey S. Powell, declare as follows:

2 1. I submit this declaration in support of Defendant Kirkland & Ellis LLP's (the
3 "Firm") Administrative Motion to Redact Plaintiff Zoya Kovalenko's Complaint.

4 2. I am a partner in the Firm and employed as the Firm's General Counsel. I have been
5 employed by the Firm since September 1986 and have held the position of General Counsel since
6 February 2020. I know the facts set forth in this declaration to be true of my own personal
7 knowledge and/or my review of documents maintained and relied upon by the Firm in the regular
8 course of business and to which I have access in the regular course of my job duties. If called as a
9 witness, I could and would testify competently to the matters set forth in this declaration.

10 3. On or about February 11, 2022, Plaintiff, a former associate of the Firm, filed a
11 complaint of discrimination with the California Department of Fair Employment and Housing
12 ("DFEH") against the Firm, Michael De Vries, Michael W. De Vries, P.C., Adam Alper, Adam R.
13 Alper, P.C., Akshay Deoras, Akshay S. Deoras, P.C., Leslie Schmidt, Leslie Schmidt, P.C., Mark
14 Fahey (collectively "Defendants") and five additional individuals and one additional entity (the
15 "DFEH Charge"). On or about April 9, 2022, the Firm received notice of the DFEH Charge.

16 4. On April 21, 2022, I sent a letter to Plaintiff notifying her that the Firm believed that
17 the DFEH Complaint contained attorney-client privileged/attorney work product information, as
18 well as confidential Firm and personnel information. Attached hereto as Exhibit A is a copy of that
19 letter.

20 5. On October 12, 2022, Plaintiff filed the Complaint against the Defendants. I have
21 reviewed the Complaint and it contains attorney-client privileged/work product information and
22 confidential client identifying information, fee information, and billing rate information of the
23 Firm. Specifically, the Firm considers the proposed redactions highlighted in the following
24 paragraphs in the sealed version of the Complaint attached hereto as Exhibit B to contain such
25 information: Paragraphs 11, 76, 78-79, 81, 83-88, 93-98, 103, 149-150, 154-156, 158, 165-169,
26 171, 190, 210, 250(a), 261 and footnotes 3, 17, 49.

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6. The Firm considers the information in the foregoing paragraphs and footnotes to be protected by the attorney-client/attorney work product privilege because the information refers to and contains communications to and from various Firm clients, and legal analysis and legal advice provided to various Firm clients prepared in anticipation of litigation. The Firm treats this information as well as the related client identifying, fee information, and billing rate information contained in these paragraphs and footnotes as confidential pursuant to the Firm's policies. This information is generally not shared with third-parties.

7. Plaintiff is not the holder of either the attorney-client or attorney work product privileges for any of this information. The attorney-client and attorney work product privileges for this information has not been waived. The Firm's client identifying information, fee information, and billing rate information gives the Firm a competitive advantage. Keeping this information confidential prevents other firms from identifying the Firm's clients and using the Firm's pricing to attempt to win clients away from the Firm.

8. The Complaint also contains confidential information regarding Firm associates' employment history, compensation and performance and confidential, irrelevant and scandalous allegations regarding Firm partners. Specifically, the Firm considers the proposed redactions highlighted in the following paragraphs in the sealed version of the Complaint attached hereto as Exhibit B to contain this information: Paragraphs 69-72, 80, 92-93, 95-99, 123-127, 129-130, 151, 154-156, 158-159 161-162, 165-166, 170-171, 175, 187, 189, 249, 250(b), 293-295 and footnotes 14, 21, 31-32, 45-46, 51. Where appropriate, to narrowly tailor its request to redact, the Firm is seeking only to redact the names of the Firm associates mentioned in the Complaint to preserve their anonymity, rather than seeking to redact the factual allegations concerning these associates.

9. The Firm treats the employment history, compensation and performance of its personnel (including its associates and partners) as confidential and it is the Firm's policy that such information is not to be distributed outside of the Firm. If this information is permitted to remain public, the information could be used by competitor firms to recruit associates away from the Firm or to dissuade prospective associates from joining the Firm.

1 10. Finally, Paragraphs 47-50, 56 of the Complaint contain the individual partner
2 Defendants' home addresses. The Firm treats its partners' home addresses as confidential and it is
3 the Firm's policy that such information is not be distributed outside of the Firm. Permitting the
4 Defendant partners' home address information to remain exposed to the public could result in
5 harassment of these partners.

6 I declare under penalty of perjury under the laws of the United States of America that the
7 foregoing is true and correct.

8 Executed in Washington, D.C. on November 22, 2022.

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11 Jeffrey S. Powell

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